



SC ESTATE BUILDER BERHAD

(Company No. 200401017162(655665-T))

(Incorporated in Malaysia)

CODE OF ETHICS AND CONDUCT

1. INTRODUCTION

1.1 What is a Code of Ethics and Conduct?

This Code of Ethics and Conduct (the "Code") sets forth the values, expectations and standards of business ethics and conduct to guide the Board of Directors (the "Board"), Management, employees and, where applicable, persons acting for or on behalf of SC ESTATE BUILDER BERHAD ("SCBuild/0109" or the "Company") and its subsidiaries ("SCBUILD/0109'S GROUP") The Code is adopted to maintain integrity, accountability, transparency, professionalism and ethical conduct across SCBUILD/0109's Group.

The Code is not intended to be all-encompassing or exhaustive, and there may be other obligations, policies, procedures, laws, rules and regulations applicable to Directors, Management, employees and relevant stakeholders when performing their duties. Although this Code does not address every issue, it defines the spirit in which SCBUILD/0109 conducts business and should guide decision-making and daily conduct.

1.2 Who shall adhere to the Code?

The Code governs all of SCBUILD/0109's business decisions and therefore applies to the following, to the extent relevant to their roles and dealings with the Group:-

- The Board of SCBUILD/0109's Group;
- All employees of SCBUILD/0109's Group; and

1.3 SCBUILD/0109's Commitment

SC Build is committed to conducting business responsibly and delivering quality, reliable and innovative products and services in line with the Company's philosophies of "Quality & Customer First Without Compromise" and continuous improvement in quality, environmental, safety and governance practices.

2. GUIDING PRINCIPLES

The Code provides guidance to help the Board, Management and employees uphold ethical conduct in their daily work. Separate policies, procedures or operating guidelines may be established by the Board, Management or the governing body of each SCBUILD/0109 Group company when more detailed standards of conduct are necessary.

The guiding principles of the Code are as follow:-

- i. Show respect in the workplace;
- ii. Act with integrity in the marketplace;
- iii. Ensure ethics in business relationships; and
- iv. Ensure effective communication, transparent disclosure and responsible use of information.

(I) Show Respect In The Workplace

(a) Equal Opportunity

SCBUILD/0109 shall not discriminate or treat employees or job applicants unfairly in matters that involve the recruitment, hiring, training, promotion, compensation or any other term or condition of employment.

SC Build's employment decisions regarding employees and job applicants will be based on merit, qualifications, experience and job-related performance, without regard to non-job-related characteristics such as:-

- Race, colour, ethnicity or national origin;
- Gender or gender identity;
- Sexual orientation;
- Age;
- Religion;
- Disability;
- Veteran status; and/or
- Marital status, pregnancy, family responsibility, political opinion, union involvement, or any other legally protected status.

SCBUILD/0109 will not tolerate unlawful discrimination in relation to employment.

(b) Anti-Harassment

SCBUILD/0109 is committed to providing a harassment-free and respectful work environment. "Harassment" includes behaviour that creates an offensive, intimidating, humiliating or hostile work environment, or that unreasonably interferes with another person's work performance. Harassment may be physical, verbal, visual, written, electronic or online, and may occur at the workplace, during business travel, at work-related events or through digital communication.

Examples include unwelcome sexual advances or remarks, offensive jokes, bullying, threats, intimidation, discriminatory remarks and disparaging comments. Retaliation against any person who raises a concern in good faith is prohibited.

(c) Human Rights

SCBUILD/0109 recognises the importance of maintaining and promoting fundamental human rights in all of its operations and business relationships. The Company is committed to adhering to and respecting the following good practices:-

- Provide fair and equitable wages, benefits and other conditions of employment in accordance with applicable laws and regulations;
- Provide humane and safe working conditions;
- Prohibit forced labour, child labour, human trafficking and modern slavery; and
- Promote a workplace free of discrimination and harassment.

(d) Ensuring Workplace Health and Safety

SCBUILD/0109 shall take reasonably practicable steps to ensure the safety, health and welfare of employees and persons who may be affected by its operations, and shall maintain and improve the workplace environment so that everyone can work in safe and healthy surroundings.

The Company understands and strives to comply with all applicable laws and regulations related to occupational safety, health and welfare, including the Occupational Safety and Health Act 1994 and applicable amendments, regulations and approved industry practices.

The Company shall strive to create a secure and conducive work environment that allows employees to balance their personal lives and work.

(e) Protection of Privacy

Every officer and employee is expected to respect each other's privacy.

Every officer and employee is expected not to disclose personal information obtained in the workplace or business operations to others without the consent of the individual, unless authorised by the Company or required by law. Personal data shall be collected, used, stored, retained and disposed of responsibly and in accordance with applicable privacy and data protection laws, including the Personal Data Protection Act 2010 where applicable.

(f) Use of Company's Assets with Due Care

Every officer and employee should not improperly use or waste any assets belonging to the Group.

Every officer and employee shall endeavour to protect the Company's assets under his/her care, including physical assets, funds, records, confidential information, intellectual property, information technology systems and digital accounts, and shall not use such assets for personal gain or the benefit of others without proper authorisation.

(g) Leading by Example

Directors, managers and supervisors, have the added responsibility for demonstrating, through their actions, the importance of the Code. Ethical behavior is the product of clear and direct communication of behavioral expectations, modelled from the top and demonstrated by example. Directors, managers and supervisors are responsible for promptly addressing ethical questions or concerns raised by employees and for taking the appropriate steps to deal with such issues.

(h) Continuous Training and Development

SCBUILD/0109 believes that employees' skills, development and ethical awareness are vital to the success of the Group. SCBUILD/0109 strives to motivate and retain employees by providing relevant training, including role-based training on compliance, safety, anti-bribery and corruption, data protection and other topics required for employees to perform their duties responsibly.

(II) Act With Integrity In Marketplace

(a) Ensuring Products' Quality, Safety and Reliability

SCbuild/0109 is committed to producing high quality products which are safe and reliable for long term usage. SC Build strives to maintain customers' trust by providing superior products, starting with the purchase of quality raw materials or ingredients and continuing until the finished product reaches the customers' hands. SCBUILD/0109 always develop products in an ethical and responsible manner, and follow applicable ethical standards and guidelines relating to research.

(b) Responsible Sales and Marketing Practices

SCBUILD/0109 is expected to compete vigorously and effectively, but never unlawfully. For this reason, SC Build is truthful in all of our sales and marketing activities.

The Company shall not:-

- Overstate or misrepresent the qualities of its products;
- Use misleading or untruthful statements in its products or labels; and
- Make claims about its products, product ingredients, or health effects without adequate substantiation and proper legal clearance.

SCBUILD/0109 will ensure that its marketing programmes and activities conform to applicable laws and regulations.

Whilst making comparisons between competitors' products and services and the Company's products and services, SC Build will always be mindful not to discredit other companies.

(c) SCBUILD/0109's Customers

When dealing with its customers, the Company shall always:-

- Earn business on the basis of the Company's superior products, customer service and competitive price;
- Present its services and products in an honest and forthright manner;
- Avoid unfair or deceptive trade practices;
- Communicate its sales programmes clearly; and
- Deliver its promises.

If a problem occurs with the quality of a product or service that the Company provide to customers, SC Build endeavour to provide accurate information relating to the product or service and to respond promptly in order to limit the extent of the damage or inconvenience to the customer. Furthermore, SC Build strive to take all possible measures to determine the cause of the problem and prevent its recurrence. To that end, a dedicated section has been established at the Company's Corporate Website at www.scestatebuilder.com.my to cater to all product and

warranty enquiries.

(d) SCBUILD/0109's Suppliers

SCBUILD/0109 holds its suppliers to the same standards of integrity to which the Company hold itself.

Therefore, all suppliers must comply with the standards set by the Company as a condition of doing business with the Company/Group, including standards on anti-bribery and corruption, conflicts of interest, fair labour practices, occupational safety and health, environmental responsibility, confidentiality and compliance with applicable laws. The Company/Group's suppliers include any third-party vendor, consultant, contractor, service provider or supplier of raw materials, ingredients or components.

(e) Community Involvement

The Company encourages its officers and employees to participate actively in community welfare, health care, education, arts and other cultural activities as well as other philanthropic activities as a good corporate citizen.

The Company also engages in meaningful and appropriate donations and support activities as social contributions to respond to social issues and community needs relating to the Group's Philosophy.

The Board of SCBUILD/0109 acknowledges the significance of Corporate Social Responsibility and views it as an integral part of the organisation's way of succeeding in business and contributing to the welfare of employees in particular and society at large and also to all communities in the environment it operates.

(f) Environmental-Friendly Practices

In acknowledging its care for the environment, SC Build considers safety, environmental and sustainability factors in its operating decisions and explores feasible opportunities to minimise adverse impacts from its operations, waste disposal, energy and water use, emissions, product quality, design and packaging.

(III) Ensure Ethics In Business Relationships

(a) Conflict of Interest

SCBUILD/0109 endeavours to avoid conflicts, or the appearance of conflicts, between personal interests and the interests of the Group.

SCBUILD/0109 shall manage and mitigate all actual, potential or perceived conflicts of interest. Where it is not possible to avoid a conflict of interest, appropriate disclosures shall be made promptly and the affected person shall abstain from decision-making where required.

i. Recurrent Related Party Transactions (“RRPTs”)

In compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the Audit Committee of SCBUILD/0109 has established the review procedures to monitor, track, and identify RRPTs in a timely and orderly manner and to ensure that such RRPTs be carried out on normal commercial terms which are not more favourable to the related party than those generally available to the public.

ii. No Solicitations

The Company shall not solicit or accept any economic benefit from any third party in the course of its work. SCBUILD/0109 shall not render any assistance to any third party in its dealings with the Group where this would result in undue preferential treatment to the third party.

iii. Personal Gifts

SCBUILD/0109 shall not accept compensation, money, cash equivalents, personal loans, kickbacks or any improper advantage from entities with whom SCBUILD/0109 does or may do business. Unsolicited non-cash gifts, meals or entertainment may only be accepted if they are modest, occasional, transparent, lawful, consistent with reasonable business courtesy, not intended to influence a decision and properly recorded or approved in accordance with Company policy. Gifts or hospitality that create a conflict of interest, appear excessive or involve a public official must be avoided unless approved in accordance with applicable policy.

iv. Offering of Business Courtesies

In line with customary practices, SCBUILD/0109 may provide non-monetary gifts (such as company logo souvenirs or similar promotional items), meals or entertainment that conform to reasonable ethical practices of the marketplace, provided they are lawful, modest, occasional, transparent, accurately recorded and not offered to improperly influence any business decision or obtain an undue advantage.

v. Additional directorships/employment/business obligations

For the Board, the Directors should devote sufficient time to carry out their responsibilities. The Board should obtain this commitment from its members at the time of appointment. Directors should notify the Executive Chairman/the Board vide the Company Secretaries before accepting any new directorships. The notification should include an indication of time that will be spent on the new appointment.

For the officers/employees, it should be highlighted that having additional outside employment may negatively affects his/her job performance and/or interferes with his/her responsibilities in the SCBUILD/0109's Group.

(b) Anti-Corruption

Corrupt arrangements with customers, suppliers, government officials, business partners or other third parties are strictly prohibited. "Corruption" generally refers to obtaining, or attempting to obtain, a personal benefit, business advantage or other undue advantage through improper, unethical or illegal means. Bribery, facilitation payments, kickbacks, secret commissions, bid-rigging and the misuse of donations, sponsorships, gifts or hospitality are prohibited.

Corrupt activities are not only a violation of the Code; they may be a serious violation of criminal and civil anti-bribery and anti-corruption laws with statutory penalties, including corporate liability requirements under the Malaysian Anti-Corruption Commission Act 2009 where applicable. SCBUILD/0109 shall maintain adequate procedures, internal controls, due diligence, training, monitoring and reporting channels to prevent bribery and corruption. If SC Build becomes aware of any potential or actual corrupt arrangement or agreement, the Company shall consider and comply with any statutory obligations to report to the relevant authority(ies).

(c) Anti-Money Laundering

"Money laundering" is the process by which persons or groups try to conceal the proceeds of illegal activities or try to make the sources of their illegal funds look legitimate.

SCBUILD/0109 shall, to the best of its ability and knowledge, conduct business with reputable customers, suppliers and business partners using legitimate funds for legitimate business purposes. Employees must remain alert to red flags relating to money laundering, terrorism financing, sanctions, fraud or other illegal activity, and must escalate concerns through the appropriate channels.

(d) Insider Trading

In the course of performing his/her duties, the Board/officers/employees of SCBUILD/0109 may learn of confidential information that qualifies as "material non-public and price sensitive information" about SCBUILD/0109's Group, its customers, suppliers, business partners or another third party.

"Material non-public and price sensitive information" means any non - public and price sensitive information that could potentially influence the investment decisions of investors. It includes, but is not limited to, the following:

- Financial information such as sales and profits;
- Information concerning dividends;
- Information concerning alliances with other companies, including mergers and acquisitions;
- Information concerning changes in major suppliers; and
- Information concerning new products or new technologies.

The Board/officers/employees shall not disclose material non-public and price sensitive

information to anyone outside SCBUILD/0109's Group, including family members, friends or contacts on social media, unless properly authorised and disclosed in accordance with applicable laws and Company procedures.

The Board/officers/employees shall not deal in securities of the Group nor influence any third party in dealing with the securities while he/she have material non-public and price sensitive information about the Group.

In addition, the Board/officers/employees are not permitted to engage in activities that are designed to hedge or offset any decrease in the market value of the Group's securities.

(IV) Ensure Effective Communication

(a) Corporate Disclosure

Material information from the Company shall be fairly accessible to the general public, and the Company applies a non-discrimination policy to recipients of material information. Selective disclosure is prohibited. Directors, officers and employees shall not disclose confidential or material information through informal channels, social media, messaging applications or public forums unless authorised.

The Company may withhold or delay disclosure of certain material information of which, if released, would undermine the interests of the Company or interests of shareholders in general. In such case, the Company shall ensure that confidentiality is maintained at all times to minimise leakage of information.

If confidentiality of information is lost or cannot be maintained, the Company shall immediately announce the information to Bursa Malaysia Securities Berhad.

In general, the Directors/officers/employees of SCBUILD/0109 should not respond to any rumour, unless the rumour brings undesirable impact to the interests of the Company or shareholders in general or it is required by relevant authority.

(b) Spokesman

Only the Executive Chairman or any other officer authorised by the Executive Chairman may act as spokesman of the Company. Other persons may act as a temporary spokesman of the Company only if authorised by the Board.

The spokesman shall ensure that no material information is released to selective parties.

Only the spokesman or other authorised person of the Company is allowed to address the public, approve announcement, make press release, clarify rumours and authorise the publication of contents on the Company's website on behalf of the Company.

(c) Whistle Blowing

Whistle blowing is a specific means by which an employee/officer, stakeholder or other person can report or disclose, through established channels, concerns about any violation of the Code, unethical behaviour, malpractice, illegal act, fraud, bribery or corruption, conflict of interest, harassment, safety issue, data breach or failure to comply with regulatory requirements that is taking place, has taken place or may take place in the future.

Only genuine concerns should be reported. Such reports should be made in good faith with a reasonable belief that the information and any allegation in them are substantially true, and the report is not made for personal gain. Malicious or knowingly false allegations by the whistle blower will be viewed seriously and treated as gross misconduct and, if proven, may lead to disciplinary action, dismissal or termination. No person shall retaliate against, threaten, disadvantage or penalise a whistle blower who raises a concern in good faith.

In the event of any violation of the Code, the Board shall determine appropriate action to be taken after considering all relevant information, including but not limited to, the nature of the violation and its severity, and whether the violation appears to have been committed intentionally or inadvertently. Such action to be taken shall reasonably be designed to deter wrongdoings and to promote accountability for adherence to the Code.

SCBUILD/0109 is committed to:-

- encourage employees to talk to supervisors, managers and other appropriate personnel when in doubt about the best course of action in a particular situation;
- encourage employees to report violations of laws, rules, regulations, the Company's policies or the Code to appropriate personnel;
- investigate cases reported promptly, fairly and confidentially, and take appropriate actions after conclusion of investigations;
- keep the identity of the whistle blower in the strictest confidentiality, subject to legal and regulatory requirements; and
- protect the whistle blower from retaliation where the report is made in good faith and in accordance with applicable law and Company procedures.

3. Waiver

In exceptional circumstances, a waiver of observing this Code of Ethics and Conduct could be recommended by the Management and approved by the Board.

4. Review Of The Code

The Code will be reviewed at least biennially or as and when required to ensure the information remains relevant, appropriate and aligned with applicable laws, regulations, listing requirements, governance standards and the Group's business operations.